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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: RUDNICK & WOLFE
CONTACT: JUDITH E COVEY
PHONE: (813)229-2111

ACCT#: 076424002364

FAX #: (813)229-1447

NAME: CENTEX ROONEY/RS&H DESIGN BUILDERS, L.C.

AUDIT NUMBER.....H97000013603

DOC TYPE.....LIMITED LIABILITY COMPANY

CERT. OF STATUS..0

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B. REGISTER AUG 19 1997

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**ARTICLES OF ORGANIZATION
OF
CENTEX ROONEY/RS&H DESIGN BUILDERS, L.C.**

The undersigned Member signs these Articles of Organization and forms a limited liability company (the "Company") under the Florida Limited Liability Company Act (the "Act"), as follows:

ARTICLE I

Name

The name of the Company is: Centex Rooney/RS&H Design Builders, L.C..

ARTICLE II

Duration

The Company's existence will begin upon filing of these Articles of Organization with the Florida Department of State and will continue until December 31, 2042, unless sooner terminated pursuant to its Regulations or law.

ARTICLE III

Address

The mailing address and street address of the principal office of the Company is: 6300 Northwest 5th Way, Fort Lauderdale, Florida 33309.

ARTICLE IV

Initial Registered Office and Agent

The street address of the initial registered office of the Company is 101 East Kennedy Boulevard, Suite 2000, Tampa, Florida 33602 and the name of its initial registered agent at such address is Cynthia A. Henderson.

Prepared by: Andrew L. McIntosh
Florida Bar No. 0881041
Rudnick & Wolfe
101 E. Kennedy Blvd., Suite 2000
Tampa, Florida 33602
(813) 229-2111

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ARTICLE V
Members Right to Continue Business

In the event of the insolvency, bankruptcy or reorganization under the bankruptcy laws, or assignment for the benefit of creditors by any Member or the withdrawal of a Member, the Company will not dissolve and terminate.

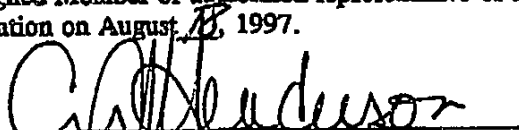
ARTICLE VI
Management

The Company is to be managed by the Members and the names and addresses of the managing members are:

Reynolds, Smith & Hills, Inc.
4651 Salisbury Road
Suite 400
Jacksonville, Florida 32256

Centex Rooney Construction Company, Inc.
6300 N.W. 5th Way
Fort Lauderdale, Florida 33309

IN WITNESS WHEREOF, the undersigned Member or authorized representative of a Member has executed these Articles of Organization on August 18, 1997.


CYNTHIA A. HENDERSON

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and to accept service of process for the above-stated Company, at the place designated in these Articles of Organization. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: August 18, 1997


CYNTHIA A. HENDERSON

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned authorized representative of a Member of **CENTEX ROONEY/RS&H DESIGN BUILDERS, L.C.** (the "Company") deposes and says:

1. The Company has at least 2 members.
2. The total amount of cash contributed by the Members is \$1,000
3. If any, the agreed value of property other than cash contributed by Members is -0-
4. The amount of cash or property anticipated to be contributed by Members is -0-
5. The total amount of 2, 3 and 4 is \$1,000

In accordance with Section 608.408(3), Florida Statutes, the execution of this Affidavit by an authorized representative of a Member constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


CYNTHIA A. HENDERSON

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